



James P. Chou

Partner

Phone: (212) 239-2000

Email: jchou@morithock.com

September 4, 2020

VIA ELECTRONIC COURT FILING

Hon. Robert D. Drain
U.S. Bankruptcy Court for the Southern District
of New York
300 Quarropas Street
White Plains, NY 10601

Re: *In re Sears Holdings Corp., et al.*, Case No. 18-23538 (RDD) (Bankr. S.D.N.Y.)

Dear Judge Drain:

We are special conflicts counsel for the Official Committee of Unsecured Creditors (the "Creditors' Committee") of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the "Debtors"). We write to join in the application by Akin Gump Strauss Hauer & Feld LLP ("Akin Gump"), counsel to the Creditors' Committee, pursuant to Rule 7007-1 of the Local Rules for the United States Bankruptcy Court, for a telephonic conference with Chambers to address the failure of certain parties to whom we have issued subpoenas pursuant to Bankruptcy Rule 2004 (the "Subpoenas") to respond to those Subpoenas.

In circumstances where Akin Gump is subject to a conflict, we have issued Subpoenas to identify certain non-insider shareholders of Sears who held shares at the time of, and thus benefitted from, two of the transactions that are at issue in the pending Adversary Proceeding: (1) the Lands' End Spin-Off and (2) the Seritage Rights Offering.¹ For the Court's reference, attached hereto as **Exhibit A** is a copy of a representative subpoena we have served in connection with this discovery.

Of the parties Moritt Hock has served subpoenas on behalf of the Creditors' Committee, 35 have either completed productions or represented that they have no responsive data. After extensive meet and confer efforts spanning several months, certain parties have either ignored the Subpoenas, refused to produce any documents, or withheld the information sought by the Subpoenas. Attached hereto as **Exhibit B** is a list of parties which have not complied with the Subpoenas we have served, either in whole or in part, and against whom we seek relief pursuant

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in Akin Gump's September 4, 2020 letter to the Court.



Hon. Robert P. Drain
U.S. Bankruptcy Court for the Southern District of New York
September 4, 2020
Page 2

to this letter.

We respectfully join in Akin Gump's request for this Court's intervention to compel production from the noncompliant parties. We are contemporaneously sending a copy of this letter to counsel for each party (or if counsel is unknown, the party) listed in Exhibit B.

Respectfully submitted,

A handwritten signature in blue ink that reads 'James P. Chou'. The signature is written in a cursive style with a large, looping initial 'J'.

James P. Chou

cc: All counsel by ECF